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Attorneys for Defendant Darryl A. Goldstein

**UNITED STATES DISTRICT COURT
SOUTHERN DISTRICT OF NEW YORK**

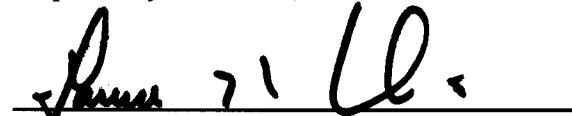
SECURITIES AND EXCHANGE COMMISSION, : x
Plaintiff, :
v. :
DARRYL A. GOLDSTEIN and : No. 07-cv-11275 (JGK/JCF)
CHRISTOPHER L. O'DONNELL, :
Defendants. :
----- x

**NOTICE OF MOTION FOR *PRO HAC VICE* ADMISSION
OF TREASURE R. JOHNSON, ESQ.**

PURSUANT TO RULE 1.3(c) of the Local Rules of the United States District Courts for the Southern and Eastern Districts of New York, I, Lawrence H. Cooke II (“Movant”), a member in good standing of the Bar of the State of New York, an attorney admitted to practice before the United States District Court for the Southern District of New York, and a partner of the law firm of Venable LLP, hereby moves this Court to enter an Order permitting the admission *pro hac vice* of Treasure R. Johnson, a partner with the law firm of Venable LLP, to practice *pro hac vice* before the United States District Court for the Southern District of New York to represent Defendant Darryl A. Goldstein in the above-captioned matter.

Dated: New York, New York
February 26, 2008

Respectfully submitted,



Lawrence H. Cooke II (LC8884)
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Counsel for Defendant
Darryl A. Goldstein

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Facsimile: (212) 307-5598
Attorneys for Defendant Darryl A. Goldstein

**UNITED STATES DISTRICT COURT
SOUTHERN DISTRICT OF NEW YORK**

SECURITIES AND EXCHANGE COMMISSION, : No. 07-cv-11275 (JGK/JCF)
Plaintiff, : DECLARATION OF
v. : LAWRENCE H. COOKE, II
DARRYL A. GOLDSTEIN and : IN SUPPORT OF *PRO HAC*
CHRISTOPHER L. O'DONNELL, : *VICE* ADMISSION OF
Defendants. : TREASURE R. JOHNSON,
 : ESQ. X

LAWRENCE H. COOKE, II, a member in good standing of the bar of the State of New York as well as the United States District Court for the Southern District of New York, hereby deposes and says as follows:

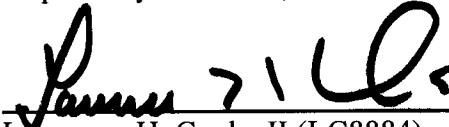
1. Ms. Johnson is a partner in the law firm of Venable LLP, which maintains offices at Terrell Place, 575 7th Street, N.W., Washington, D.C. 20004 (telephone 202-344-4418; facsimile 202-344-8300; e-mail trjohnson@venable.com).
2. Ms. Johnson is and has been a member in good standing of the bars of the Commonwealth of Massachusetts and the District of Columbia. (Attached to the Declaration of Treasure R. Johnson, Esq., as Exhibits A and B, are current certificates of good standing from the Supreme Judicial Court of the Commonwealth of Massachusetts and the District of Columbia Court of Appeals.)
3. Ms. Johnson has never been held in contempt of court; nor has she ever been censured, suspended or disbarred by any court.

4. Ms. Johnson has read and is familiar with (a) the provisions of the Judicial Code (Title 28 U.S.C.) that pertain to the jurisdiction of, and practice in, the United States District Courts; (b) the Federal Rules of Civil Procedure; (c) the Federal Rules of Evidence; (d) the Local Rules of the United States District Courts for the Southern and Eastern Districts of New York; (e) the New York State Lawyer's Code of Professional Responsibility as adopted from time to time by the Appellate Divisions of the State of New York; and (f) the Code of Professional Responsibility of the American Bar Association.
5. If admitted to practice before this Court, Ms. Johnson will faithfully adhere to all rules applicable to her conduct in connection with her activities representing Darryl A. Goldstein in this matter.
6. No prior motion to admit Ms. Johnson has been made in this matter.
7. Ms. Johnson agrees to pay the fee of \$25.00 upon approval by this Court admitting Ms. Johnson to practice *pro hac vice*.

Therefore, Movant respectfully requests that for the foregoing reasons, this Court enter an Order permitting Treasure R. Johnson, Esq. to appear as counsel for Defendant Darryl A. Goldstein *pro hac vice* in the above-captioned matter.

Dated: New York, New York
February 26, 2008

Respectfully submitted,



Lawrence H. Cooke II (LC8884)
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*Counsel for Defendant
Darryl A. Goldstein*

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 Telephone: (212) 307-5500
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Attorneys for Defendant Darryl A. Goldstein

**UNITED STATES DISTRICT COURT
 SOUTHERN DISTRICT OF NEW YORK**

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SECURITIES AND EXCHANGE COMMISSION,	:
	:
Plaintiff,	:
	:
v.	:
	:
DARRYL A. GOLDSTEIN and	:
CHRISTOPHER L. O'DONNELL,	:
	:
Defendants.	:
-----	x

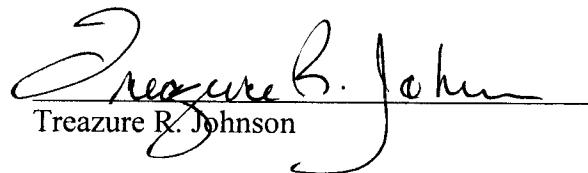
**DECLARATION OF TREASURE R. JOHNSON, ESQ.
 IN SUPPORT OF MOTION FOR PRO HAC VICE ADMISSION**

I, Treasure R. Johnson, Esq., hereby declare:

1. I am a partner in the law firm Venable LLP, which maintains offices at Terrell Place, 575 7th Street, N.W., Washington, D.C. 20004 (telephone 202-344-4418; facsimile 202-344-8300; e-mail trjohnson@venable.com).
2. I am and have been a member in good standing of the bars of the Commonwealth of Massachusetts and the District of Columbia. Attached hereto as Exhibits A and B are current Certificates of Good Standing issued by the Supreme Judicial Court of the Commonwealth of Massachusetts and the District of Columbia Court of Appeals.
3. I have never been held in contempt of court; nor have I ever been censured, suspended or disbarred by any court.

4. I have read and am familiar with (a) the provisions of the Judicial Code (Title 28 U.S.C.), which pertains to the jurisdiction of, and practice in, the United States District Courts; (b) the Federal Rules of Civil Procedure; (c) the Federal Rules of Evidence; (d) the Local Rules of the United States District Courts for the Southern and Eastern Districts of New York; (e) the New York State Lawyer's Code of Professional Responsibility as adopted from time to time by the Appellate Divisions of the State of New York; and (f) the Code of Professional Responsibility of the American Bar Association.
5. If admitted to practice before the Court, I will faithfully adhere to all rules applicable to my conduct in connection with my activities representing Darryl A. Goldstein in this matter.
6. No prior motion to admit me has been made in this matter.
7. I agree to pay the fee of \$25.00 upon approval by the Court admitting me to practice *pro hac vice*.
8. I respectfully submit to the Court that I meet all of the requirements for *pro hac vice* admission to practice before the Court in this matter and, for all of the foregoing reasons, should be so admitted to be able to represent Darryl A. Goldstein in this matter.
9. I declare under the penalty of perjury under the laws of the United States of America, and pursuant to Fed. R. Civ. P. 11, that the foregoing is true and correct.

Dated: Washington, D.C.
February 25, 2008



Treasure R. Johnson

COMMONWEALTH OF MASSACHUSETTS

SUFFOLK, SS.

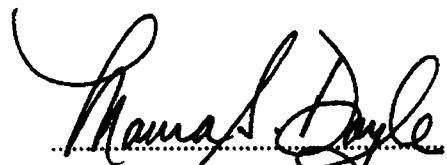
BE IT REMEMBERED, that at the Supreme Judicial Court holden at Boston
within and for said County of Suffolk, on the **nineteenth**
day of **June** A.D. **1984**, said Court being the highest
Court of Record in said Commonwealth:

Treasure R. Johnson

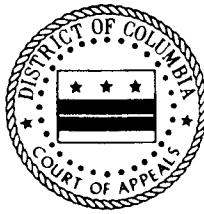
being found duly qualified in that behalf, and having taken and subscribed
the oaths required by law, was admitted to practice as an Attorney, and, by
virtue thereof, as a Counsellor at Law, in any of the Courts of the said
Commonwealth: that said Attorney is at present a member of the Bar, and
is in good standing according to the records of this Court*.

In testimony whereof, I have hereunto set my hand and affixed the
seal of said Court, this **fifteenth** day of **February**
in the year of our Lord **two thousand and eight**.




MAURA S. DOYLE, Clerk

* Records of private discipline, if any, such as a private reprimand imposed by the Board of Bar Overseers or by any court, are not covered by this certification.



District of Columbia Court of Appeals
Committee on Admissions
500 Indiana Avenue, N.W. — Room 4200
Washington, D.C. 20001
202 / 879-2710

I, GARLAND PINKSTON, JR., Clerk of the District of Columbia Court of Appeals, do hereby certify that

TREASURE R. JOHNSON

was on the 19th day of December, 1983

duly qualified and admitted as an attorney and counselor and entitled to practice before this Court and is, on the date indicated below, an active member in good standing of this Bar.

In Testimony Whereof, I have hereunto subscribed my name and affixed the seal of this Court at the City of Washington, D.C., on February 14, 2008.

GARLAND PINKSTON, JR., CLERK

By: Alvisha
Deputy Clerk

Lawrence H. Cooke, II
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Attorneys for Defendant Darryl A. Goldstein

**UNITED STATES DISTRICT COURT
SOUTHERN DISTRICT OF NEW YORK**

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SECURITIES AND EXCHANGE COMMISSION, :
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Plaintiff, : :
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v. : No. 07-cv-11275 (JGK/JCF)
: :
DARRYL A. GOLDSTEIN and :
CHRISTOPHER L. O'DONNELL, :
: :
Defendants. : :
----- x

**PROPOSED ORDER GRANTING MOTION FOR
PRO HAC VICE ADMISSION OF TREASURE R. JOHNSON, ESQ.**

This matter having come before the court on the application of Treasure R. Johnson, counsel for Darryl A. Goldstein, to practice before this Court *pro hac vice*, in representing Defendant Darryl A. Goldstein, and the Court having reviewed these pleadings and being fully advised thereon:

IT IS HEREBY ORDERED that motion should be and hereby is GRANTED, and Treasure R. Johnson is hereby admitted *pro hac vice* before this Court on this matter.

IT IS SO ORDERED, this _____ day of _____ 2008.

The Honorable John G. Koeltl
UNITED STATES DISTRICT JUDGE

copies to:

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1270 Avenue of the Americas
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Jordan A. Thomas, Esquire
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100 F Street, N.E.
Washington, D.C. 20549

Robert B. Blackburn, Esquire
U.S. Securities & Exchange Commission
3 World Financial Center
Room 4300
New York, NY 10281

Tyler Emil Gellasch, Esquire
Daniel T. Brown, Esquire
Mayer Brown LLP
1909 K Street, N.W.
Washington, D.C. 20006

CERTIFICATE OF SERVICE

I HEREBY CERTIFY that on this 4th day of March 2008, a true and complete copy of the foregoing *Motion for Pro Hac Vice Admission of Treasure R. Johnson, Esq., Declaration of Treasure R. Johnson, Esq. in Support of Pro Hac Vice Admission, and proposed Order* was served by first-class mail, postage pre-paid, on the following:

Christopher R. Conte, Esquire
Mark J. Kreitman, Esquire
Jordan A. Thomas, Esquire
U.S. Securities & Exchange Commission
100 F Street, N.E.
Washington, D.C. 20549

Robert B. Blackburn, Esquire
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Doreen S. Martin (DM5870)